

Anti-Bribery & Corruption Policy

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Group Chief Risk Officer

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TABLE OF CONTENTS

01	Purpose and Scope	3
02	Policy Requirements	3
2.1	What is Bribery and Corruption?	3
2.2	Principles for Prevention of Bribery and Corruption	3
2.3	Key Policy Requirements	5
2.4	Gifts	5
2.5	Political Donations	5
2.6	Procurement and Expenses	6
2.7	Mergers, Acquisitions and Joint Ventures	7
2.8	Team Member Hires	7
2.9	TSEG Personnel Training	7
2.10	Customer Due Diligence	8
2.11	Record Keeping	8
2.12	Reporting Bribery or Corruption	8
03	Roles and Responsibilities	9
04	Breaches of this Policy	10
05	Definitions	10
06	Relevant Legislation and Regulations	12
07	Related Policies and Documentation	13
08	Feedback and Questions	13

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Version	Amended by	Reason for change	Details of changes	Date
1.0	Group Compliance	Original Issue	N/A	01 June 2018
2.0	Group Compliance	Minor Enhancements	N/A	22 May 2019
3.0	Group Compliance	Minor Enhancements	N/A	29 June 2021
3.1	Group Compliance	Change in Whistleblower process	Whistleblower Service contact information updated	22 February 2023
4.0	Financial Crime Risk – Ritu Bhandari	Policy reviewed as part of remediation plan	AB&C requirements, including in relation to controls, training and reporting of bribery & corruption matters. Clearer requirements.	28 March 2024

01 Purpose and Scope

The Star Entertainment Group (**TSEG**) is committed to conducting business in a manner which is, ethical, professional and compliant with our legal obligations, in accordance with the Code of Conduct guiding principles.

The Anti-Bribery and Corruption Policy (this **Policy**) supports the Code of Conduct by setting out the minimum requirements expected of Team Members to prevent, detect and deter bribery and corruption in TSEG's operations.

TSEG has no tolerance for bribery and corruption.

TSEG operates in an industry that is vulnerable to bribery and corruption. This policy sets out requirements designed to prevent, detect and deter bribery and corruption.

This Policy applies to all TSEG Directors, Executives, Team Members, Contractors at all TSEG locations as well as agents or any other [Associated Persons](#) working on behalf of TSEG. (hereinafter collectively referred to as “**TSEG Personnel**”).

The Policy should be read in conjunction with the policies listed in Section 7.

02 Policy Requirements

2.1 What is Bribery and Corruption?

- 2.1.1 **Bribery** is when someone gives or offers something of value (a bribe) for the purpose of securing the improper performance or misuse of a person's position. Bribery may also take the form of a Secret Commission, a profit made by an agent without the knowledge of the principal.
- 2.1.2 **Bribes** can be in the form of money, goods, property, rights in action, preferment, privilege, advantage, or merely a promise to induce or influence the action of a person.
- 2.1.3 **Corruption** is dishonest activity in which a person abuses their position to achieve some form of personal gain or to provide an advantage or disadvantage to another person or entity. Corruption will usually include elements such as breach of trust, breach of confidentiality and unauthorised use of proprietary information.

2.2 Principles for Prevention of Bribery and Corruption

- 2.2.1 TSEG maintains an Anti-Bribery and Corruption (**AB&C**) framework, systems and controls for mitigating and managing bribery and corruption risk proportionate to the risk it faces. The principles are based on globally recognised best practice developed by the UK Ministry of Justice. TSEG's AB&C principles are:

Principle	Description
Top-level commitment	<p>Board and Senior Management will set an appropriate tone from the top, including but not limited to:</p> <ul style="list-style-type: none"> • the Board approving, and overseeing compliance with the AB&C Policy; • fostering a culture of transparency and sound business conduct across TSEG in which there is zero tolerance for bribery and corruption, including by posting the AB&C Policy (and related policies) on its website and mandating all stakeholders to comply with the AB&C Policy; • making staff aware through regular communication of the bribery and corruption risks faced by TSEG; • making available appropriate resources to manage bribery and corruption risks; • ensuring the adequacy of internal controls and systems to prevent, detect and deter bribery and corruption issues; and • taking appropriate action when breaches of the AB&C Policy are identified.
Risk Assessment	Team Members will perform ongoing assessment of bribery and corruption risk that TSEG faces, commensurate to the nature, size and complexity of the TSEG business.
Policies and procedures	TSEG will maintain adequate policies and procedures which are proportionate to the bribery and corruption risk that TSEG faces. Subject matter experts will inform the policies and procedures.
Due Diligence	TSEG will perform reasonable, risk-based due diligence on customers, third parties, TSEG Personnel and any proposed mergers, acquisitions and joint ventures. Subject matter experts will inform the due diligence requirements that must be performed and act as an escalation point for complex matters.
Training and communication	Subject matter experts will develop, maintain and provide regular training and communication reinforcing awareness of TSEG's AB&C framework and expectations and reporting mechanisms.
Monitoring and review	TSEG's policies, procedures and controls will be subject to regular monitoring and review by internal assurance and audit teams. Senior Management, if necessary, will also obtain external reviews of the AB&C framework. TSEG will use these reviews for continuous improvement of its AB&C framework systems, and controls for mitigating and managing bribery and corruption risk.

2.3 Key Policy Requirements

2.3.1 TSEG does not condone a bribe or corrupt conduct in any circumstance.

2.3.2 TSEG Personnel are prohibited from:

- Making or seeking to make payments, benefits or other advantage to anyone for the purposes of unlawfully or improperly advancing TSEG's commercial interests;
- Offering a bribe, facilitation payment or any other benefit which might have the effect of providing TSEG with an unlawful or improper commercial advantage;
- Offering a bribe, improper benefit or payment to public officials;
- Receiving payments, benefits or other advantage of any kind for the purposes of facilitating bribery and corruption in any place or form; and
- Conspiring with anyone for these purposes.

2.3.3 TSEG Personnel must NOT engage in activity that may be perceived to be bribery and corruption. If TSEG Personnel are in any doubt, use TSEG's Purpose, Values and Principles to guide the decision – lead with integrity and take actions that build trust. The Line 2 Financial Crime Risk team is available for TSEG Personnel to provide advisory support in relation to identifying and managing AB&C risk.

2.4 Gifts

2.4.1 Gifts (including hospitality) can lead to claims of bribery or other unlawful behaviour. TSEG Personnel should always be aware of this risk.

2.4.2 TSEG Personnel must NOT accept a gift if it could be perceived to be a bribe. TSEG's Gifts Policy sets out what Team Members should do (and approvals required) if they receive or are offered a gift in connection with performing their duties at TSEG. Licensed team members must never accept gifts from patrons, no matter the reason.

2.4.3 Gifts may only be offered when they serve genuine and lawful business purpose and cannot be perceived to be a bribe. Gifts should be circumstantially modest and given in a transparent, culturally appropriate manner that does not encourage or be seen to encourage dishonest, unlawful, unethical, or inappropriate behaviour. Any gift offered must be appropriately approved prior to providing the gift in accordance with the Gifts Policy.

2.5 Political Donations

2.5.1 Donations in any form on behalf of TSEG to political parties, candidates or Third Parties are NOT permitted to be made by TSEG Personnel, in accordance with the Political Engagement Policy.

Political Expenditure

2.5.2 Gifts and hospitality to politicians are prohibited as they could be perceived to be a form of bribery and corruption.

2.5.3 Political expenditure on events such as policy dialogue forums, industry events, etc, must only be made whilst adhering to the highest ethical and legal standards, including strict compliance with Australian electoral laws.

2.5.4 A Political Engagement Program governing political expenditure must be approved by the Chief of Staff, Managing Director and Group CEO, ultimately overseen by the Board.

- 2.5.5 Political expenditure can only be made in accordance with TSEG's [Political Engagement Policy](#).

Charitable Donations, Community Partnerships and Sponsorships

- 2.5.6 TSEG prides itself in supporting a range of charities, not-for profits and community organisations as part of 'living' its Purpose, Values and Principles.
- 2.5.7 Community partnership donations must NOT be made with any expectations of receiving a personal benefit in return.
- 2.5.8 TSEG Personnel must NOT use charitable donations, community partnerships or sponsorships for the purpose of inducing or influencing the action of a person.
- 2.5.9 TSEG Personnel must follow all charitable donation and sponsorship procedures in place (including the Community Partnerships Procedure).

Facilitation Payments

- 2.5.10 Facilitation payments are amounts paid to a public official (often in cash) to expedite the execution of a routine government action, for example, the issuance of an authorization, permit or licence.
- 2.5.11 TSEG Personnel must NOT make facilitation payments on behalf of TSEG directly or through a third party, even where such payment may be legal under local law.

2.6 Procurement and Expenses

General

- 2.6.1 TSEG maintains a [Responsible Procurement Policy](#), a [Delegated Authority Policy](#) and a [Team Member Travel and Expense Policy](#) that set out expenditure limits and approvals. TSEG Personnel must NOT structure expenses or contracts which would result in circumventing any requirements in these policies.

Suppliers

- 2.6.2 Suppliers can make reports of bribery and corruption using TSEG's Whistleblower Program. Details of how to make a report of misconduct (including corruption or dishonesty) are made available to third parties via the Whistleblower Program but also in the form of supplier terms and conditions and TSEG's website.

Due Diligence

- 2.6.3 Due diligence must be performed on third parties, including beneficial owners (where applicable). The level of due diligence performed should be commensurate to the risk posed by the size, complexity and nature of the arrangement between TSEG and the third party. Additional due diligence must be performed on third parties who have a foreign beneficial owner or have Material Operations in a jurisdiction considered by TSEG to be of a higher risk. A list of higher risk jurisdictions is maintained by the General Manager, Financial Crime.
- 2.6.4 The risk-based due diligence checks performed on third parties are set out in TSEG's Joint Anti-Money Laundering and Counter-Terrorism Financing Program and [Procurement Procedure](#).

2.7 Mergers, Acquisitions and Joint Ventures

General

2.7.1 Due diligence on all mergers, acquisitions and joint ventures must be carried out prior to completing the transaction. The level of due diligence carried out is dependent on the nature, size and complexity of the deal and the counterparty.

2.7.2 The risk-based due diligence checks performed on mergers, acquisitions and joint ventures must be approved by the Group Chief Legal Officer and the Group Chief Risk Officer, taking into account:

- the nature of the transaction;
- the reputation of the other party, including any current or historical concerns with the party's bribery, corruption or other criminal conduct identified through open source media searches;
- the region and country in which the transaction takes place; and
- any relevant information which TSEG, its directors, officers, employees, contractors, temporary staff, or agents become aware of.

Controlled Entities

2.7.3 All acquired TSEG controlled entities must implement AB&C procedures that meet the requirements of this policy as soon as practicable.

Non-controlled Entities

2.7.4 For Non-controlled joint ventures or minority interest acquisitions reasonable efforts must be made to have the entity implement AB&C procedures that are commensurate with this policy. Destination Brisbane Consortium is an example of a non-controlled entity.

2.8 Team Member Hires

2.8.1 In accordance with the [Talent Acquisition Policy](#), decisions about Team Member hires, promotions or their salary must be made on merit and NOT for any purpose of gaining a business advantage, e.g. because of the person's business or political connections.

2.8.2 Team Members must follow the [Conflicts of Interest Policy](#) in cases where their connection may be perceived as a conflict of interest.

2.9 TSEG Personnel Training

2.9.1 AB&C training will be provided to TSEG Personnel based on the nature of their role. All Directors, Executives, Team Members and Contractors will receive an AB&C awareness course, which includes, but is not limited to, understanding:

- Key concepts of bribery and corruption
- Common scenarios where bribery and corruption can occur
- How to report instances of actual or potential instances of bribery and corruption
- The penalties, both monetary and imprisonment that may result from participating in bribery and corruption

2.9.2 Role specific AB&C training will be provided to TSEG Personnel based on the role they perform.

2.9.3 TSEG Personnel who are assigned AB&C training must complete the training within the allotted timeframe.

2.10 Customer Due Diligence

2.10.1 Know Your Customer procedures must be conducted before providing a customer with any casino related services.

2.10.2 Due diligence is performed on all customers of the casino commensurate to the potential risk posed to TSEG.

2.10.3 The customer risk assessment must consider the potential bribery and corruption a customer poses, including by reference to the customer's country of residency and citizenship and whether the customer is a Politically Exposed Person.

2.10.4 The risk-based due diligence checks performed on customers are set out in [TSEG's Joint Anti-Money Laundering and Counter-Terrorism Financing Program](#).

2.11 Record Keeping

2.11.1 TSEG must retain accurate and complete records in relation to all transactions.

2.11.2 Team Members are responsible for knowing and complying with their record keeping obligations including updating TSEG registers for gifts and other expenditure.

2.12 Reporting Bribery or Corruption

The Importance of Speaking Up

2.12.1 TSEG Personnel must report any perceived or actual incidents of bribery and corruption. This is essential, not only because it aligns with our values of leading with integrity, but also because bribery and corruption are serious offences and can lead to enforcement action, including imprisonment.

How to Report

2.12.2 Subject to Section 2.12.3, Team Members must report the perceived or actual incident to the Investigations team as soon as possible and within 12 hours of being identified. For NSW matters contact starinvestigators@star.com.au and for QLD matters contact investigationqld@star.com.au.

2.12.3 TSEG Personnel can also report the incident confidentially using TSEG's Whistleblower Service through either of the following options:

- TSEG's online platform: star.relyplatform.com/report
- Your Call whistleblowing hotline: 1800 319 826 (a free call within Australia)

All reports will be handled confidentially in accordance with the [Whistleblower Protection Policy](#).

2.12.4 Any report of conduct contrary to this Policy will be investigated and handled in accordance with relevant TSEG policies and procedures.

2.12.5 The Investigations team must escalate any significant incident reports immediately to the Group Chief Risk Officer and General Manager Financial Crime, who will then determine whether escalation to the Board Risk and Compliance Committee is required, subject to the Whistleblower Protection Policy. A report is considered significant if it involves a credible allegation that has the potential to impact TSEG’s reputation, legal compliance, or ethical standing.

2.12.6 The Board must be informed of any material breaches to the AB&C Policy as part of regular Financial Crime reporting processes.

03 Roles and Responsibilities

Role	Responsibility
Board Risk & Compliance Committee	<ul style="list-style-type: none"> Communicating to the TSEG Board all serious matters relating to the administration of or investigations resulting from the application of this Policy Receiving reports from the Investigations and Breach Team regarding breaches of this Policy Ensuring the effectiveness of this Policy and other measures in place to prevent and detect Bribery and Corruption practices and recommending to the Board any consequent amendments to this Policy. Reviewing and approving the Policy.
TSEG Leadership Team	<ul style="list-style-type: none"> Encouraging and maintaining a culture and working environment that fosters personal responsibility, integrity and accountability Demonstrating ethical leadership and high standards of behaviour consistent with the requirements of the Code of Conduct Adherence to TSEG’s Risk Management Framework and risk management practices within their area of responsibility. Establishing and maintaining procedures and processes which assist other team members to comply with relevant law and policies.
Group Chief Risk Officer	<ul style="list-style-type: none"> Set the strategy for Financial Crime compliance Implementing and assessing the ongoing compliance of the Policy Identifying and escalating serious/ potentially serious AB&C matters to the Financial Crime Oversight Committee (FCOC) and TSEG Board
General Manager, Financial Crime	<ul style="list-style-type: none"> Be an advocate for the Financial Crime compliance strategy Implementing and assessing the ongoing compliance of the Policy Identifying and escalating serious/ potentially serious AB&C matters to the Financial Crime Oversight Committee (FCOC) and TSEG Board
Line 2 Financial Crime Team	<ul style="list-style-type: none"> Review and update Policy every 2 years, at a minimum. Providing advisory support to Line 1 in identifying and managing AB&C risk.

Role	Responsibility
TSEG Personnel	<ul style="list-style-type: none"> Perform their role and tasks within that role in a manner consistent with this Policy Be vigilant for instances of suspected bribery or corrupt practices Undertake all mandatory training Comply with the requirements for reporting suspicions of bribery or corrupt practices Provide information that is true and correct when it is requested by Investigators, regulators or law enforcement agencies.

04 Breaches of this Policy

TSEG is committed to conducting its operations in a way that meets its commitments to regulators, guests, and the wider community. Non-conformance with a policy, including this policy, can pose a significant risk to TSEG, its guests, and the wider community, potentially resulting in punitive measures being applied against TSEG.

TSEG Personnel who become aware of an actual or possible breach of this policy must follow the established protocols set out in the [Incident and Breach Management Policy](#). The Incident and Breach Management Policy has strict timelines in place to satisfy regulatory requirements; if a team member has reason to believe that a breach may have occurred it is imperative that those protocols are followed expeditiously to avoid adverse consequences.

Non-conformance with this policy may also amount to a breach of TSEG's [Code of Conduct](#) and values. Breaches of the Code of Conduct may result in disciplinary action, including termination of employment, fines, penalties, and potential prosecution.

05 Definitions

Term	Definition
AB&C	Anti-Bribery and Corruption.
Associated Persons	An associated person is an officer, employee, agent, contractor of TSEG or a person that otherwise performs services on behalf of TSEG irrespective of how the relationship between TSEG and the person is described or contracted.
Bribe	Something of value offered or given for the purpose of securing the improper performance or misuse of a person's position. Bribes can take any form including money, goods, property, rights in action, preferment, privilege, advantage, or merely a promise to induce or influence the action of a person.
Bribery	is the act of giving, receiving or offering something of value to influence another's actions or decision in a dishonest or illegal way.
Contractor	Means one of the following: <ul style="list-style-type: none"> Independent contractors: self-employed individuals or those who are part of a proprietary company (ABN) usually engaged for project work and paid for results achieved.

Term	Definition
	<ul style="list-style-type: none"> • Contingent workers: individuals engaged to ensure coverage or support for TSEG roles. For example, a contingent worker is in a role that is vacant while the position is being recruited. • Consultants: individuals engaged to deliver set outcomes, provide advice or recommendations who are usually paid on completion of milestones or deliverables. Procurement is to be engaged when considering using consultants to agree the terms and conditions with TSEG.
Corruption	Is the misuse of power for personal gain, involving dishonest or unethical behaviour such as bribery, fraud or favouritism.
Due Diligence	Means the process of conducting thorough investigation or examination of a person or entity to assess the risks of potential bribery or corruption, prior to entering into an agreement with the person.
Facilitation Payments	Are payments made to public officials or individuals to expedite routine government actions.
FCOC	Financial Crime Oversight Committee.
Know Your Customer	Know Your Customer is the due diligence processes used to identify and verify customers' identity and other risk factors. The requirement is set out in the Part B of the Joint AML/CTF Program and the KYC Standard.
Material Breach	Means a significant violation or failure to comply with this policy which may lead to: <ul style="list-style-type: none"> • prosecution of the company or officers, or • a serious claim or dispute involving complex and costly legal proceedings, or • large financial penalties, or • significant reputational damage.
Material Operations	Material operations is defined as where a business has assets or operations located or derived in a jurisdiction that: <ol style="list-style-type: none"> a. exceed 20% of the assets of the business, or b. contributed more than 20% of the gross income from continuing operations of the business (before income taxes, extraordinary items and intercompany management or similar fees) for the most recently completed four fiscal quarters of the business for which financial statements are available.
Political Donation	Means a gift made to or for the benefit of a political party, candidate or a group of candidates or elected member of State or Federal parliament.
Politically Exposed Person	A PEP is an individual who: <ul style="list-style-type: none"> • Holds a prominent public position or role in a government body or international organisation, either in Australia or overseas (a Prominent Public Official) <p>Is an immediate family member of a prominent public official (e.g. a spouse, de facto partner, a child, a parent, a sibling (including half-sibling) or an in-law by marriage or de-facto)</p> <p>Is a close associate of a prominent public official</p>

Term	Definition
Secret Commission	Is a profit made by an agent without the knowledge of the principal. The Secret Commission is given to influence the conduct of the principal's business.
Significant Report	A significant ABC report is a formal documentation that highlights notable incidents or suspicions of bribery, corruption or unethical behaviour within TSEG. This report details specific instances of wrongdoing,
Team Member	Means full-time, part-time and casual employee of TSEG.
Third Parties	<p>In the context of Political Donations is an individual or entity that incurs more than \$2,000 in electoral expenditure for a state or local government in NSW during the capped expenditure period for an election, but does not stand as a candidate, and is not a political party, associated entity or an elected member.</p> <p>In QLD a Third Party is an individual or an entity, which makes donations or incurs electoral expenditure in support of candidates or registered political parties. Candidates must disclose gifts, loans, and political donations of \$1,000 or more received during their disclosure period.</p> <p>A third party in all other contexts, is a party that is not employed by, or is not a part of the TSEG corporate group.</p>
TSEG	The Star Entertainment Group Limited and its subsidiaries.
TSEG Personnel	Is the term used in this policy to describe all of the individuals who can expose TSEG to Bribery and Corruption risk. It includes Team Members, TSEG Directors, Executives, Contractors, agents or any other Associated Persons working on behalf of TSEG.

06 Relevant Legislation and Regulations

Document Title	Section
ASX Corporate Governance Principles and Recommendations	N/A
Crimes Act 1900 (NSW)	Part 4A
Criminal Code Act 1899 (QLD)	Sections 98C
OECD Convention on Combating Bribery of Foreign Officials in International Business Transactions	N/A
The Commonwealth Criminal Code	Sections 70, 141 & 490.1
UK Bribery Act 2010	N/A
US Foreign Corrupt Practices Act 1977	N/A
2005 United Nations Convention against Corruption (UNCAC)	N/A

07 Related Policies and Documentation

The following policies and documentation related to this policy can be found on TSEG's intranet site:

- Code of Conduct
- Conflicts of Interest Policy
- Delegated Authority Policy
- Equal Employment Policy
- Gifts Policy
- Incident and Breach Management Policy
- Political Engagement Policy
- Procurement Policy
- Responsible Procurement Policy
- Travel Entertainment and Expense Policy
- Whistleblower Policy
- Breach Reporting Standard
- Incident Reporting Standard

08 Feedback and Questions

Please contact the Group Financial Crime Policy and Risk Assessment team for any questions relating to this policy.